

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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THE BANK OF NEW YORK :
MELLON TRUST COMPANY, N.A.,
Plaintiff-Counterclaim Defendant,
- against - : No. 10 Civ. 4424 (JPO)

DEPFA BANK PLC and LLOYDS TSB BANK PLC, :
Defendants-Counterclaimants-
Crossclaimants-Crossclaim
Defendants.
-----x
DEPFA BANK PLC, :
Third-Party Plaintiff-
Counterclaim Defendant,
- against - :

ACCESS TO LOANS FOR LEARNING STUDENT
LOAN CORPORATION, :
Third-Party Defendant-
Counterclaimant,
- and - :

JPMORGAN CHASE BANK, N.A., :
Third-Party Defendant.
-----x
LLOYDS TSB BANK PLC, :
Third-Party Plaintiff,
- against - :

ACCESS TO LOANS FOR LEARNING STUDENT
LOAN CORPORATION, :
Third-Party Defendant.
-----x

**DECLARATION OF SCOTT M. BERMAN
IN SUPPORT OF DEPFA BANK PLC'S MOTION
*IN LIMINE TO EXCLUDE CERTAIN EXPERT TESTIMONY***

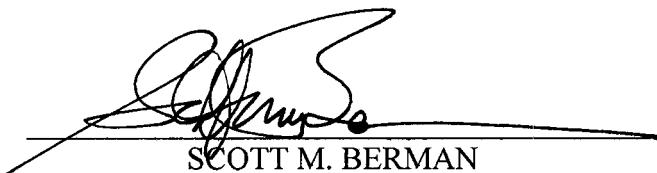
SCOTT M. BERMAN, pursuant to 28 U.S.C. § 1746, hereby declares under penalty of perjury as follows:

1. I am a member in good standing of the Bar of this Court and am a partner at Friedman Kaplan Seiler & Adelman LLP, counsel to Defendant, Counterclaimant, Crossclaimant, Crossclaim Defendant, Third-Party Plaintiff, and Third-Party Counterclaim Defendant Depfa BANK plc ("Depfa").
2. I respectfully submit this declaration to place before the Court certain documents in support of Depfa's motion *in limine* to exclude certain testimony.
3. I attach as Exhibit A a true and accurate copy of the Expert Report of Robert Dean Pope dated August 5, 2011.
4. I attach as Exhibit B a true and accurate copy of the Rebuttal Expert Report of Robert Dean Pope dated August 30, 2011.
5. I attach as Exhibit C a true and accurate copy of excerpts from the transcript of the deposition of Robert Dean Pope dated September 23, 2011.
6. I attach as Exhibit D a true and accurate copy of the Report of Robert I. Landau dated August 5, 2011.
7. I attach as Exhibit E a true and accurate copy of the Rebuttal Report of Jeffrey L. Baliban dated August 31, 2011.
8. I attach as Exhibit F a true and accurate copy of excerpts from the transcript of the deposition of Jeffrey L. Baliban dated September 29, 2011.

9. I attach as Exhibit G a true and accurate copy of the Expert Report of Joel J. Powers dated August 5, 2011.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on October 31, 2011.



SCOTT M. BERMAN